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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN DEC 23 2004

Law Offices
Gary, Dytrych & Ryan

PROFESSIONAL ASSOCIATION

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701 U.S. HIGHWAY ONE, SUITE 402
NORTH PALM BEACH, FLORIDA 33408
TELEPHONE (561)-844-3708
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December 15, 2004

VIA OVERNIGHT MAIL

Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, FL 32399

RE: McCloskey-Bills Industrial Park Partnership, Ltd.
Conversion from General to Limited Partnership

Dear Sirs:

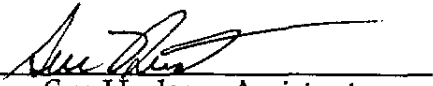
Enclosed please find the following:

1. Check in the amount of \$1,837.50 for the filing fees due (\$1,750.00 for documentary stamps; \$35.00 for the designation of registered agent; and \$52.50 for a certified copy).
2. Certificate of Limited Partnership to be filed among your records.

Thank you for your assistance in this matter.

Sincerely yours,

GARY, DYTRYCH & RYAN, P. A.

By: 

Sue Hudson, Assistant
to Alys Nagler Daniels

:sh
Enclosures

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TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

By the unanimous consent of all of the partners of McCloskey-Bills Industrial Park Partnership, a Florida general partnership, said general partnership agreed to the conversion of said general partnership to a limited partnership, and the said general partnership was converted to McCloskey-Bills Industrial Park, Ltd., a Florida limited partnership. Notice of said conversion, together with a copy of Florida Statute 620.8902 was given to each partner.

1. Name of Limited Partnership:

McCloskey-Bills Industrial Park Partnership, Ltd.

2. Business Address of Limited Partnership:

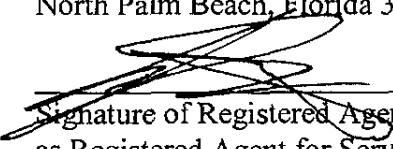
3950 RCA Boulevard, Suite 5000
Palm Beach Gardens, Florida 33410

3. Name of Registered Agent for Service of Process:

John W. Gary, III, Esq.

4. Florida Street Address for Registered Agent:

c/o Gary Dytrych & Ryan, P.A.
701 U.S. Highway One, Suite 402
North Palm Beach, Florida 33408

5. 
Signature of Registered Agent, to accept designation
as Registered Agent for Service of Process

6. Mailing Address of Limited Partnership:

3950 RCA Boulevard, Suite 5000
Palm Beach Gardens, Florida 33410

7. The latest date upon which the Limited Partnership is to be dissolved is:

April 8, 2032

8. Name and address of the general partner:

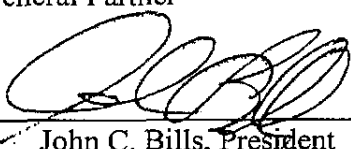
JCB General, Inc., a Florida corporation #P99000095667
3950 RCA Boulevard, Suite 5000
Palm Beach Gardens, Florida 33410

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TALLAHASSEE, FLORIDA

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 29th day of November, 2004.

JCB General, Inc., a Florida corporation,
as General Partner

By: 

John C. Bills, President

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TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting all of the general partners of McCloskey-Bills Industrial Park Partnership, Ltd., a Florida limited partnership, certify:

The amount of capital contributions to date of the limited partners is \$1,000,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,000,000.00.

Signed this 29th day of November, 2004.

FURTHER AFFIANT SAYETH NAUGHT.

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

JCB General, Inc., a Florida corporation
as General Partner

By: _____

John C. Bills, President

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TALLAHASSEE, FLORIDA